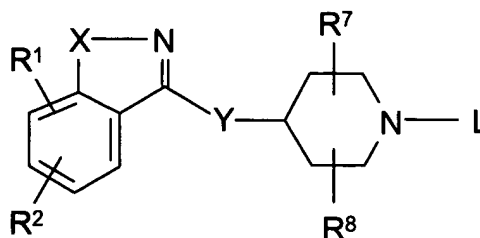


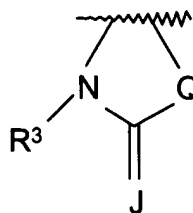
Please replace the paragraph beginning on page 2, line 29 to page 4, line 9 with the following:

FORMULA I



wherein R^1 and R^2 are each independently selected from the group consisting of hydrogen; (C_1-C_6) alkoxy; benzyloxy; phenoxy; hydroxy; phenyl; benzyl; halo; nitro; cyano; $-COR^5$; $-COOR^5$; $-CONHR^5$; $-NR^5R^6$; $-NR^5COR^6$; $-OCONR^5R^6$; $-NHCOOR^5$; (C_1-C_6) alkyl which may be substituted with from 1 to 3 fluorine atoms; SO_pCH_2 -phenyl or $SO_p(C_1-C_6)$ alkyl, wherein p is 0, 1 or 2; pyridylmethyloxy or thienylmethyloxy; 2-oxazolyl; 2-thiazolyl; and benzenesulfonamide; wherein the phenyl moieties of said phenoxy, benzyloxy, phenyl, benzyl and benzenesulfonamide groups, the pyridyl and thienyl moieties of said pyridylmethyloxy or thienylmethyloxy groups, and the oxazolyl and thiazolyl moieties of said 2-oxazolyl and 2-thiazolyl groups may be substituted with 1 or 2 substituents independently selected from the group consisting of halo, (C_1-C_4) alkyl, trifluoromethyl, (C_1-C_4) alkoxy, cyano, nitro and hydroxy;

or R^1 and R^2 are attached to adjacent carbon atoms and form, together with the carbon atoms to which they are attached, a group of Formula 2:



FORMULA 2

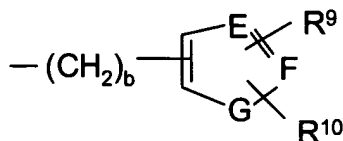
wherein R^3 is hydrogen or (C_1-C_6) alkyl; J is oxygen, sulfur or NR^4 ; R^4 is hydrogen or (C_1-C_4) alkyl; and Q is oxygen, sulfur, $NHCHCH_3$, $C(CH_3)_2$, $-CH=CH-$, or $(CH_2)_I$ wherein I is an integer from 1 to 3;

X is oxygen or sulfur;

Y is $-(CH_2)_m-$, $-CH=CH(CH_2)_n-$, or $-O(CH_2)_m$, wherein n is an integer from 0 to 3, and m is an integer from 1 to 3;

R^5 and R^6 are each independently selected from the group consisting of hydrogen, (C_1-C_6) alkyl, phenyl, and benzyl, wherein the phenyl moieties of said phenyl and benzyl groups may be substituted with 1 or 2 substituents independently selected from the group consisting of fluoro, chloro, bromo, iodo, (C_1-C_4) alkyl, trifluoromethyl, (C_1-C_4) alkoxy, cyano, nitro and hydroxy; or NR^5R^6 together form a 4 or 5 membered ring wherein one atom of the ring is nitrogen and the other are carbon, oxygen or nitrogen; or NR^5COR^6 together form a 4- or 5-membered lactam ring;

L is phenyl, phenyl- (C_1-C_6) alkyl, cinnamyl or pyridylmethyl, wherein the phenyl moieties of said phenyl and phenyl- (C_1-C_6) alkyl may be substituted with 1 to 3 substituents independently selected from the group consisting of (C_1-C_6) alkyl, (C_1-C_6) alkoxy, (C_1-C_4) alkoxycarbonyl, (C_1-C_6) alkylcarbonyl, $-OCONR^5R^6$, $-NHCOOR^5$, and halo; or L is a group of Formula 3:



FORMULA 3

wherein b is an integer from 1 to 4; R^9 and R^{10} are independently selected from the group consisting of hydrogen, (C_1-C_4) alkyl, halo, and phenyl; E and F are independently $-CH-$ or